

# **EXHIBIT A**

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**Subject:** FW: Motors - GUC Settlement (FRE 408)

**From:** Martorana, Keith R. [<mailto:KMartorana@gibsondunn.com>]  
**Sent:** Monday, August 14, 2017 10:09 AM  
**To:** Steel, Howard S.  
**Subject:** RE: Motors - GUC Settlement (FRE 408)

**External E-mail. Use caution accessing links or attachments.**

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Howie – I spoke to Akin, and we are ok with this. So I think our last point is in the declarations that it should read that “counsel to the Participating Unitholders” participated in negotiations.

**Keith Martorana**  
Of Counsel

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**From:** Steel, Howard S. [<mailto:HSteel@brownrudnick.com>]  
**Sent:** Saturday, August 12, 2017 4:36 PM  
**To:** Martorana, Keith R. <[KMartorana@gibsondunn.com](mailto:KMartorana@gibsondunn.com)>  
**Subject:** RE: Motors - GUC Settlement (FRE 408)

Thanks, understood

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**From:** Martorana, Keith R. [<mailto:KMartorana@gibsondunn.com>]  
**Sent:** Saturday, August 12, 2017 4:34 PM  
**To:** Steel, Howard S.  
**Subject:** Re: Motors - GUC Settlement (FRE 408)

**External E-mail. Use caution accessing links or attachments.**

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They had the comment about the two courts (bankruptcy court and district court) hearing the allocation issue and related proceedings. They were worried that the idea of involving two courts would turn off judge glenn. I suspect they will get over this issue, but since it was their comment i can't sign-off for them.

On Aug 12, 2017, at 4:02 PM, Steel, Howard S. <[HSteel@brownrudnick.com](mailto:HSteel@brownrudnick.com)> wrote:

What's open item? per your subsequent email? thanks

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**From:** Martorana, Keith R. [<mailto:KMartorana@gibsondunn.com>]  
**Sent:** Saturday, August 12, 2017 1:41 PM  
**To:** Steel, Howard S.; 'Weintraub, William P'; Forster, Jill L.; Daniel H. Golden - Akin Gump Strauss Hauer & Feld LLP ([dgolden@akingump.com](mailto:dgolden@akingump.com)); [dnewman@akingump.com](mailto:dnewman@akingump.com); Moss, Naomi; Williams, Matt J.; Gillett, Gabriel K.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry; Michael E. Henry; [Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com); [kelly@hmgllawfirm.com](mailto:kelly@hmgllawfirm.com)  
**Cc:** Weisfelner, Edward S.; Steve Berman; Chris O'Hara ([ChrisO@hbsslaw.com](mailto:ChrisO@hbsslaw.com)); Elizabeth Cabraser ([ecabraser@lchb.com](mailto:ecabraser@lchb.com)); Geman, Rachel; [esserman@sbep-law.com](mailto:esserman@sbep-law.com)  
**Subject:** RE: Motors - GUC Settlement (FRE 408)

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SUBJECT TO FRE 408

From the GUC Trust perspective, all of the documents sent over by Howie (subject to one item we are discussing with Akin in the Settlement Agreement) are fine. In addition, please find (i) the DTC Notice that would be attached as an exhibit to the Notice Motion, and (ii) the Beth Andrews Declaration in support of the Settlement Motion.

Please let us know if you have any questions regarding the attached.

**Keith Martorana**  
Of Counsel

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**From:** Steel, Howard S. [<mailto:HSteel@brownrudnick.com>]  
**Sent:** Friday, August 11, 2017 3:09 PM  
**To:** Martorana, Keith R. <[KMartorana@gibsondunn.com](mailto:KMartorana@gibsondunn.com)>; 'Weintraub, William P' <[WWeintraub@goodwinlaw.com](mailto:WWeintraub@goodwinlaw.com)>; Forster, Jill L. <[JForster@brownrudnick.com](mailto:JForster@brownrudnick.com)>; Daniel H. Golden - Akin Gump Strauss Hauer & Feld LLP ([dgolden@akingump.com](mailto:dgolden@akingump.com)) <[dgolden@akingump.com](mailto:dgolden@akingump.com)>; [dnewman@akingump.com](mailto:dnewman@akingump.com); Moss, Naomi <[nmoss@akingump.com](mailto:nmoss@akingump.com)>; Williams, Matt J. <[MJWilliams@gibsondunn.com](mailto:MJWilliams@gibsondunn.com)>; Gillett, Gabriel K. <[GGillett@gibsondunn.com](mailto:GGillett@gibsondunn.com)>; Chorba, Christopher <[CChorba@gibsondunn.com](mailto:CChorba@gibsondunn.com)>; Fox, Gregory W. <[GFox@goodwinlaw.com](mailto:GFox@goodwinlaw.com)>; Bob Hilliard <[bbh@hmgllawfirm.com](mailto:bbh@hmgllawfirm.com)>; Steve Shadowen <[steve@hilliardshadowenlaw.com](mailto:steve@hilliardshadowenlaw.com)>; Thomas J. Henry <[tjh@tjhlaw.com](mailto:tjh@tjhlaw.com)>; Michael E. Henry <[mehenry@thomashenrylaw.com](mailto:mehenry@thomashenrylaw.com)>; [Lnorman@andrewsmyers.com](mailto:Lnorman@andrewsmyers.com); [kelly@hmgllawfirm.com](mailto:kelly@hmgllawfirm.com)  
**Cc:** Weisfelner, Edward S. <[EWeisfelner@brownrudnick.com](mailto:EWeisfelner@brownrudnick.com)>; Steve Berman <[Steve@hbsslaw.com](mailto:Steve@hbsslaw.com)>; Chris O'Hara ([ChrisO@hbsslaw.com](mailto:ChrisO@hbsslaw.com)) <[ChrisO@hbsslaw.com](mailto:ChrisO@hbsslaw.com)>; Elizabeth Cabraser ([ecabraser@lchb.com](mailto:ecabraser@lchb.com)) <[ecabraser@lchb.com](mailto:ecabraser@lchb.com)>; Geman, Rachel <[rgeman@lchb.com](mailto:rgeman@lchb.com)>; [esserman@sbep-law.com](mailto:esserman@sbep-law.com)  
**Subject:** RE: Motors - GUC Settlement (FRE 408)

**SUBJECT TO FRE 408**

Updated docs per today's all-hands. Hoping these are final and we can schedule signatures. Please let us know if we missed anything. Thanks and have a nice weekend.

1. Settlement Agreement and Redline
2. Settlement Order
3. Claims Estimate Order and redline
4. 9019 Motion and redline
5. Berman/Cabraser Declaration
6. Notice Motion and redline
7. Long Form Notice
8. Short Form Notice
9. Cam Azari Declaration

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732.757.1898 (cell)  
212.938.2806 (direct fax)  
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**From:** Martorana, Keith R. [<mailto:KMartorana@gibsondunn.com>]  
**Sent:** Tuesday, August 08, 2017 8:52 PM  
**To:** Steel, Howard S.; 'Weintraub, William P'; Forster, Jill L.; Daniel H. Golden - Akin Gump Strauss Hauer & Feld LLP ([dgolden@akingump.com](mailto:dgolden@akingump.com)); [dnewman@akingump.com](mailto:dnewman@akingump.com); Moss, Naomi; Williams, Matt J.; Gillett, Gabriel K.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry  
**Cc:** Weisfelner, Edward S.; Steve Berman; Chris O'Hara ([ChrisO@hbsslaw.com](mailto:ChrisO@hbsslaw.com)); Elizabeth Cabraser ([ecabraser@lchb.com](mailto:ecabraser@lchb.com)); Geman, Rachel; [esserman@sbep-law.com](mailto:esserman@sbep-law.com)  
**Subject:** RE: Motors - GUC Settlement (FRE 408)

**External E-mail. Use caution accessing links or attachments.**

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**SUBJECT TO FRE 408**

All – attached please find combined GDC/AG comments to the following:

1. Settlement Agreement
2. Settlement Order
3. Claims Estimate Order
4. 9019 Motion
5. Notice Motion

6. Long Form Notice
7. Cam Azari Declaration

We had no comments to the short form notice or Berman / Cabraser / Hilliard Declaration (the most recent versions have been reattached for the sake of completeness). Please note that we have been engaged in discussions with Lisa Norman who is counsel to the "Additional Ignition Switch Pre-Closing Accident Plaintiffs," and we understand that they are amenable to becoming signatories to the Settlement Agreement. Accordingly, the attached Settlement Agreement includes her firm as a PIWD Counsel. In addition, we understand from Akin that BR will be providing the back-up for the new cost of the Noticing Plan – please provide this document when possible.

Please note that the attached remains subject to the ongoing review and comment of our clients. Please let us know if you would like to discuss the attached.

**Keith Martorana**  
Of Counsel

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**From:** Steel, Howard S. [<mailto:HSteel@brownrudnick.com>]  
**Sent:** Monday, August 7, 2017 12:58 PM  
**To:** Martorana, Keith R. <[KMartorana@gibsondunn.com](mailto:KMartorana@gibsondunn.com)>; 'Weintraub, William P' <[WWeintraub@goodwinlaw.com](mailto:WWeintraub@goodwinlaw.com)>; Forster, Jill L. <[JForster@brownrudnick.com](mailto:JForster@brownrudnick.com)>; Daniel H. Golden - Akin Gump Strauss Hauer & Feld LLP ([dgolden@akingump.com](mailto:dgolden@akingump.com)) <[dgolden@akingump.com](mailto:dgolden@akingump.com)>; [dnewman@akingump.com](mailto:dnewman@akingump.com); Moss, Naomi <[nmoss@akingump.com](mailto:nmoss@akingump.com)>; Williams, Matt J. <[MJWilliams@gibsondunn.com](mailto:MJWilliams@gibsondunn.com)>; Gillett, Gabriel K. <[GGillett@gibsondunn.com](mailto:GGillett@gibsondunn.com)>; Chorba, Christopher <[CChorba@gibsondunn.com](mailto:CChorba@gibsondunn.com)>; Fox, Gregory W. <[GFox@goodwinlaw.com](mailto:GFox@goodwinlaw.com)>; Bob Hilliard <[bobh@hmgllawfirm.com](mailto:bobh@hmgllawfirm.com)>; Steve Shadowen <[steve@hilliardshadowenlaw.com](mailto:steve@hilliardshadowenlaw.com)>; Thomas J. Henry <[tjh@tjhlaw.com](mailto:tjh@tjhlaw.com)>  
**Cc:** Weisfelner, Edward S. <[EWeisfelner@brownrudnick.com](mailto:EWeisfelner@brownrudnick.com)>; Steve Berman <[Steve@hbsslaw.com](mailto:Steve@hbsslaw.com)>; Chris O'Hara ([ChrisO@hbsslaw.com](mailto:ChrisO@hbsslaw.com)) <[ChrisO@hbsslaw.com](mailto:ChrisO@hbsslaw.com)>; Elizabeth Cabraser ([ecabraser@lchb.com](mailto:ecabraser@lchb.com)) <[ecabraser@lchb.com](mailto:ecabraser@lchb.com)>; Geman, Rachel <[rgeman@lchb.com](mailto:rgeman@lchb.com)>; [esserman@sbeplaw.com](mailto:esserman@sbeplaw.com)  
**Subject:** RE: Motors - GUC Settlement (FRE 408)

### SUBJECT TO FRE 408

All - attached please find combined EL and PI comments to all docs.

Index:

1. Settlement Agreement
2. Settlement Order
3. Claims Estimate Order
4. 9019 Motion
5. Notice Motion
6. Short Form Notice
7. Long Form Notice
8. Berman / Cabraser / Hilliard Declaration
9. Cam Azari Declaration

Please let us know where we are final, and any comments / anything you would like to discuss. Thanks.

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**From:** Martorana, Keith R. [<mailto:KMartorana@gibsondunn.com>]  
**Sent:** Thursday, August 03, 2017 3:22 PM  
**To:** Steel, Howard S.; 'Weintraub, William P'; Forster, Jill L.; Daniel H. Golden - Akin Gump Strauss Hauer & Feld LLP ([dgolden@akingump.com](mailto:dgolden@akingump.com)); [dnewman@akingump.com](mailto:dnewman@akingump.com); Moss, Naomi; Williams, Matt J.; Gillett, Gabriel K.; Chorba, Christopher; Fox, Gregory W.; Bob Hilliard; Steve Shadowen; Thomas J. Henry  
**Cc:** Weisfelner, Edward S.; Steve Berman; Chris O'Hara ([ChrisO@hbsslaw.com](mailto:ChrisO@hbsslaw.com)); Elizabeth Cabraser ([ecabraser@lchb.com](mailto:ecabraser@lchb.com)); Geman, Rachel; [esserman@sbep-law.com](mailto:esserman@sbep-law.com)  
**Subject:** RE: Motors - GUC Settlement (FRE 408)

**External E-mail. Use caution accessing links or attachments.**

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SUBJECT TO FRE 408

All – attached please find the following, each of which remains subject to the ongoing review and comment of our clients:

- A revised settlement agreement (new version incorporates the comments of GP and minor clean-ups);
- A revised settlement order (minor clean-ups);
- A revised claims estimate order (minor clean-ups);
- A revised long-form notice (slight changes);
- A revised short-form notice (slight changes);
- A revised Settlement Motion.

I believe that is all of the documents that GDC/AG held the pen on. I believe we are awaiting a return draft of the notice motion/order from you. Please let us know if you would like to discuss any of the attached.

**Keith Martorana**  
Of Counsel

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